

B210
(12/04)

UNITED STATES BANKRUPTCY COURT
Southern District of New York
(Manhattan)

In re: DELPHI CORPORATION, *et al.*, Case No. 05-44481-rdd
(Jointly Administered)
Court ID (Court use only) _____

NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives notice pursuant to Rule 3001(e)(2), Fed.R.Bankr.P., of the transfer, other than for security, of the claim referenced in this notice.

SPCP GROUP, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, LTD Name of Transferee	APS Capital Corp. Name of Transferor
Name and Address where notices to transferee should be sent SPCP GROUP, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, LTD Two Greenwich Plaza, 1st Floor Greenwich, CT 0683 Attn: Brian A. Jarmain	Court Record Address of the transferor (Court Use Only)
Last Four Digits of Acct. #: _____	Last Four Digits of Acct. #: _____
Transfer Amount: \$190,241.45	
Name and Address where transferee payments should be sent (if different from above)	Name and Current Address of transferor APS Capital Corp. 1301 Capital of Texas Highway Suite B-220 Austin, Texas 78746 Attn: Matthew Hamilton
Phone: 203-542-4126 203-542-4255	Phone: ()
Last Four Digits of Acct #: _____	Last Four Digits of Acct #: _____
Court Claim # (if known): 14580 Date Claim Filed: 7/13/06	

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: Brian A. Jarmain
Brian A. Jarmain

Date: **July** __, 2007

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

DEADLINE TO OBJECT TO TRANSFER

The transferor of claim named above is advised that this Notice of transfer of Claim Other Than for Security has been filed in the clerk's office of this court as evidence of the transfer. Objections must be filed with the court within twenty (20) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

EXHIBIT A
EVIDENCE OF TRANSFER

TO: THE DEBTOR AND THE BANKRUPTCY COURT

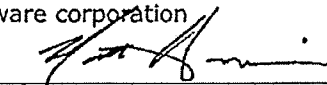
APS Capital Corp., with an address at 1301 Capital of Texas Hwy, Suite B-220, Austin, Texas 78746 ("**Assignor**") transfers and assigns unto SPCP Group, L.L.C., as Agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd., its successors and assigns ("**Assignee**"), pursuant to the terms of that certain Purchase and Sale Agreement For Certain Claims In The Chapter 11 Cases¹, of even date herewith (the "**Agreement**"), all of it's right, title and interest in and to (a) those certain proofs of claim identified on the attached Schedule, as further identified in the duly and timely filed Proofs of Claim against Delphi Automotive Systems, LLC (the "**Debtor**"), which is a debtor in the jointly administered chapter 11 bankruptcy case, In re Delphi Corp., et al., Case No. 05-44481 (RDD), which is currently pending before the United States Bankruptcy Court for the Southern District of New York ("**Bankruptcy Court**").

Assignor hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing Claims and recognizing the Assignee as the sole owner and holder of the Claims. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claims, and all payments or distributions of money or property in respect of the Claims, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, the Assignor and the Assignee have caused this Assignment to be duly executed as of June 26, 2007.

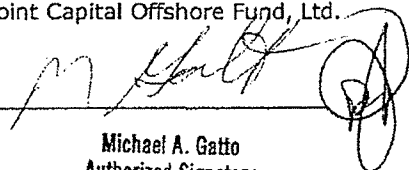
ASSIGNOR:

APS CAPITAL CORP.
a Delaware corporation

By: 
Name: Matthew Hamilton
Title: Managing Director

ASSIGNEE:

SPCP Group, L.L.C.
as Agent for Silver Point Capital Fund, L.P. and
Silver Point Capital Offshore Fund, Ltd.

By: 
Name: Michael A. Gatto
Title: Authorized Signatory

¹ Capitalized terms not otherwise defined herein, have those meaning ascribed to such terms in the Agreement.

EXHIBIT B
SCHEDULE OF CLAIMS

Original Creditor <u>Name</u>	Proof of Claim <u>Number</u>	Proof of Claim <u>Amount</u>	Purchase <u>Amount</u>
KOSTAL MEXICANA, S.A. de C.V.	14404	\$1,204,920.60	\$1,183,560.94
KOSTAL OF AMERICA INC	14479	\$609,554.90	\$556,035.64
KOSTAL KONTAKT SYSTEME GMBH	14580	\$190,241.45	\$189,990.23
TOTAL 3 CLAIMS:	--	\$2,004,716.95	\$1,929,586.81

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
DELPHI CORPORATION, ET AL. :
: :
: :
: :
: :
Debtors :
-----X

Case No. 05-44481
Chapter 11, Jointly Administered
Claim Nos **SEE EXHIBIT B**
Total Claims Purchased \$1,929,586.81

NOTICE TO TRANSFER OF CLAIM PURSUANT TO FRBP 3001(e)(2)

To: ("**Transferor**"): Xerion Partners
450 Park Avenue, 27th Floor
New York, NY 10022

Please take notice that the transfer of 100% of your Claim(s) (as defined in **Exhibit A** and **B** hereto), in the amount of \$1,929,586.81 in the bankruptcy case referenced above, together with all applicable interest, fees and expenses thereto, has been transferred (unless previously expunged by court order) to:

From: ("**Transferee**") APS Capital Corp.
Attn: Matthew Hamilton
1301 Capital of Texas Hwy,
Suite No. A131
Austin, Texas 78746

Evidence that Transferor has assigned all of its right, title and interest in the Claim(s) to Transferee is attached hereto as **Exhibit A**.

No action is required if you do not object to the transfer of your claim. HOWEVER, IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN TWENTY (20) DAYS OF THE DATE OF THIS NOTICE, YOU MUST FILE A WRITTEN OBJECTION WITH:

United States Bankruptcy Court
Southern District of New York
Attn: Clerk of the Court
One Bowling Green
New York, NY 10004

If you file an objection a hearing will be scheduled. If you do not file an objection, or it is not timely filed, the transferee will be substituted on the Court's records as the Claimant. SEND A COPY OF YOUR OBJECTION TO THE TRANSFEE.

EXHIBIT A
EVIDENCE OF TRANSFER

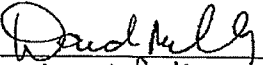
Xerion Partners II Master Fund Limited ("**Assignor**") transfers and assigns unto APS Capital Corp., with an address at 1301 Capital of Texas Hwy, Suite B-220, Austin, Texas 78746, its successors and assigns ("**Assignee**"), pursuant to the terms of that certain Purchase and Sale Agreement For Certain Claims In The Chapter 11 Cases¹, of even date herewith (the "**Agreement**"), all of its right, title and interest in and to those certain proofs of claim, identified on the attached Schedule of Claims, as further identified in each Original Creditor's duly and timely filed Proofs of Claim against Delphi Automotive Systems, LLC (the "**Claims**") and certain of its affiliates, in the United States Bankruptcy Court, Southern District of New York ("**Bankruptcy Court**"), jointly administered under Case No. 05-44481, originally assigned by the Original Creditor identified on the attached Schedule of Claims to Assignee.

Assignor hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing Claims and recognizing the Assignee as the sole owner and holder of the Claims. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claims, and all payments or distributions of money or property in respect of the Claims, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, the Assignor and the Assignee have caused this Assignment to be duly executed as of June__, 2007.

ASSIGNOR:

XERION PARTNERS II MASTER FUND LIMITED

By: 
Name: David Reilly
Title: Chief Financial Officer

ASSIGNEE:

APS CAPITAL CORP.
a Delaware corporation

By: 
Name: Matthew Hamilton
Title: Managing Director

¹ Capitalized terms not otherwise defined herein, have those meaning ascribed to such terms in the Agreement.

EXHIBIT B
SCHEDULE OF CLAIMS

Original Creditor Name	Proof of Claim Number	Proof of Claim Amount	Purchase Amount
KOSTAL MEXICANA, S.A. de C.V.	14404	\$1,204,920.60	\$1,183,560.94
KOSTAL OF AMERICA INC	14479	\$609,554.90	\$556,035.64
KOSTAL KONTAKT SYSTEME GMBH	14580	\$190,241.45	\$189,990.23
TOTAL 3 CLAIMS:	—	\$2,004,716.95	\$1,929,586.81